

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

FEDERAL HOME LOAN BANK OF
BOSTON,

Plaintiff,

v.

ALLY FINANCIAL, INC. F/K/A
GMAC LLC, et al.,

Defendants.

Civil Action No. 1:11-cv-10952-GAO

**DECLARATION OF PENNY SHANE IN SUPPORT OF DEFENDANTS'
OPPOSITION TO PLAINTIFF'S MOTION FOR APPROVAL
OF PLAINTIFF'S STATISTICAL SAMPLING METHODOLOGY**

I, Penny Shane, make this declaration pursuant to 28 U.S.C. § 1746. I hereby state as follows:

1. I am a partner of the law firm Sullivan & Cromwell LLP, counsel for J.P. Morgan Acceptance Corporation I; J.P. Morgan Mortgage Acquisition Corp.; J.P. Morgan Securities LLC, formerly known as Bear, Stearns & Co. Inc. and J.P. Morgan Securities Inc.; JPMorgan Chase & Co.; JPMorgan Chase Bank, N.A.; JPMorgan Securities Holdings LLC; Bear Stearns Asset Backed Securities I LLC; EMC Mortgage LLC, formerly known as EMC Mortgage Corporation; Structured Asset Mortgage Investments II, Inc.; The Bear Stearns Companies LLC, formerly known as The Bear Stearns Companies Inc.; and WaMu Capital Corp. in the above-captioned action, and have been admitted to this Court *pro hac vice*. I submit this Declaration to place before the Court various materials that are cited in Defendants' Opposition to Plaintiff's Motion for Approval of Plaintiff's Statistical Sampling Methodology, which is being filed concurrently herewith.

2. Attached hereto as Exhibit 1 is a true and correct copy of the Electronic Order entered in *Capital Ventures International v. UBS Securities LLC*, No. 11 Civ. 11937, Dkt. No. 59 (D. Mass. July 2, 2013) (Casper, J.).

3. Attached hereto as Exhibit 2 is a true and correct copy of the Order entered in *Capital Ventures International v. J.P. Morgan Mortgage Acquisition Corp.*, No. 12 Civ. 10085, Dkt. No. 86 (D. Mass. Aug. 2, 2013) (Zobel, J.).

4. Attached hereto as Exhibit 3 is a true and correct copy of the Order entered in *Prudential Insurance Co. of America v. Goldman, Sachs & Co.*, No. 12 Civ. 6590, Dkt. No. 52 (D.N.J. Sept. 25, 2013).

5. Attached hereto as Exhibit 4 is a true and correct copy of the Order entered in *Prudential Insurance Co. of America v. Credit Suisse Securities (USA) LLC*, No. 12 Civ. 7242, Dkt. No. 85 (D.N.J. Nov. 6, 2013).

6. Attached hereto as Exhibit 5 is a true and correct copy of the transcript of a hearing held on June 20, 2013 in *Western & Southern Life Insurance Co. v. DLJ Mortgage Capital, Inc.*, No. A1105352 (Ohio Ct. Com. Pl.).

7. Attached hereto as Exhibit 6 is a true and correct copy of the transcript of a hearing held on January 13, 2014 in the above-captioned action (Dkt. No. 377).

8. Attached hereto as Exhibit 7 is a true and correct copy of the Order entered in *In re Massachusetts Life Insurance Co. Litigation*, No. 11 Civ. 30039, Dkt. No. 117 (D. Mass. Mar. 5, 2013).

9. Attached hereto as Exhibit 8 is a true and correct copy of the Order entered in *Federal Home Loan Bank of Chicago v. Banc of America Securities LLC*, No. 10-2-36526-5 SEA (Wash. Super. Ct. Feb. 8, 2012).

10. Attached hereto as Exhibit 9 is a true and correct copy of the Expert Report of William E. Wecker, Ph.D. in *In re Washington Mutual Mortgage-Backed Securities Litigation*, No. 09 Civ. 0037, Dkt. No. 407-1 (W.D. Wash. filed Apr. 25, 2012).

11. Attached hereto as Exhibit 10 is a true and correct copy of the transcript of a hearing held on September 25, 2013 in *Prudential Insurance Co. of America v. Goldman, Sachs & Co.*, No. 12 Civ. 6590, Dkt. No 53 (D.N.J.).

12. Attached hereto as Exhibit 11 is a true and correct copy of the Order entered in *Assured Guaranty Municipal Corp. v. DB Structured Products, Inc.*, No. 650705/2010, Dkt. No. 103 (N.Y. Sup. Ct. Sept. 7, 2011).

13. Attached hereto as Exhibit 12 is a true and correct copy of the Expert Report of Charles D. Cowan, Ph.D. in *In re Washington Mutual Mortgage-Backed Securities Litigation*, No. 09 Civ. 0037, Dkt. No. 407-1 (W.D. Wash. Mar. 2, 2012).

14. Attached hereto as Exhibit 13 is a true and correct copy of the Order entered in *American International Group, Inc. v. Bank of America Corp.*, No. 11 Civ. 10549, Dkt. No. 478 (C.D. Cal. Feb. 25, 2014).

15. Attached hereto as Exhibit 14 is a true and correct copy of the Expert Report of Charles D. Cowan, Ph.D. in *Federal Home Loan Bank of Chicago v. Banc of America Securities LLC*, No. 10-2-36526-5 SEA (Wash. Super. Ct. Dec. 7, 2012).

16. Attached hereto as Exhibit 15 is a true and correct copy of the Expert Report of Charles D. Cowan, Ph.D. in *Federal Housing Finance Agency v. JPMorgan Chase & Co.*, No. 11 Civ. 6188, Dkt. No. 161 (S.D.N.Y. Oct. 10, 2012).

17. Attached hereto as Exhibit 16 is a true and correct copy of an excerpt of the Prospectus Supplement for J.P. Morgan Alternative Loan Trust 2006-A2, dated April 27, 2006.

18. Attached hereto as Exhibit 17 is a true and correct copy of the Affidavit of Charles D. Cowan, Ph.D. in *MBIA Insurance Corp. v. Countrywide Home Loans, Inc.*, No. 602825/2008, Dkt. No. 1217 (N.Y. Sup. Ct. July 26, 2010).

19. Attached hereto as Exhibit 18 is a true and correct copy of the transcript of a *Daubert* hearing held on October 24, 2013 in *Massachusetts Mutual Life Insurance Co. v. Residential Funding Co.*, No. 11 Civ. 30035, Dkt. No. 162 (D. Mass.).

20. Attached hereto as Exhibit 19 is a true and correct copy of a letter from Penny Shane on behalf of Defendants to Amy Williams-Derry, counsel for Plaintiff, dated February 7, 2014.

21. Attached hereto as Exhibit 20 is a true and correct copy of Plaintiff's subpoena to produce documents to American Home Mortgage Investment Corp in the above-captioned action, dated January 27, 2014.

22. Attached hereto as Exhibit 21 is a true and correct copy of Plaintiff's Requests for Production of Documents to the JPMorgan Defendants in the above-captioned action, dated January 30, 2014.

23. Attached hereto as Exhibit 22 is a true and correct copy of the transcript of a hearing held on July 8, 2013 in *Prudential Insurance Co. of America v. Goldman, Sachs & Co.*, No. 12 Civ. 6590, Dkt. No 47 (D.N.J.).

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York
March 7, 2014

/s/ Penny Shane
Penny Shane

CERTIFICATE OF SERVICE

I hereby certify that this document filed through the ECF system will be sent electronically to the registered participants identified on the Notice of Electronic Filing.

/s/ Penny Shane

Penny Shane